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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS

Michael N. Milby, Clerk

IN RE: STAGE STORES, INC.

CASE NUMBER: 00-35078-H2-11

PROOF OF CLAIM (PRE-PETITION AMOUNTS)

1. This proof is made for the Claimant named below by the undersigned individual who does business at: 115 West Washington Street, Indianapolis, Indiana 46204, and who also states that he is duly authorized to make this claim on behalf of the Claimant.
2. The post office address of the Claimant and the address to which all notices to this Claimant should be addressed is:

WINDSOR PARK MALL 4523/BEA
C/O SIMON PROPERTY GROUP
ATTN: LEGAL COLLECTIONS
115 W. WASHINGTON STREET
INDIANAPOLIS, INDIANA 46204

3. The Debtor(s) was, at the time of the filing of the petition initiating this case, indebted to this Claimant in the sum of: \$13,440.94. This sum constitutes pre petition rents accrued on a Lease dated 12/4/75, between Claimant, as Landlord, and debtor, as Tenant. Said claim is subject to adjustment based on actual lease obligations including, but not limited to, real estate taxes, common area maintenance, consumable expenses, etc., verses escrows to be adjusted at lease year end in accordance with the subject Lease agreement.
4. A summary of the Lease terms, constituting the writing on which this claim is founded is attached as Exhibit "A". Due to the voluminous nature the Lease itself is not attached and maybe provided upon request.
5. An itemization of the elements of Debtor's liability to Claimant is attached hereto as Exhibit "B".
6. No judgment has been rendered on this claim.
7. The amount of all payments has been credited and deducted for the purpose of making this Proof of Claim.
8. This claim is not subject to any set-off or counter-claim.
9. No security interest is held for this claim.
10. This claim is a general unsecured claim.
11. This is an unliquidated claim and subject to amendment and adjustments.

DATED: 8/22/00

Signed: Ronald M. Tucker
Ronald M. Tucker
Attorney at Law
115 W. Washington Street
Indianapolis, Indiana 46204
(317)263-2253

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8/21/00 CANNATTK
11:27:35 QPADEV0078

* * SIMON PROPERTY GROUP
TEMPANT DETAIL SUMMARY * *

CMB075 PAGE 1
V000414 CO

TENANT: STBTSI Stage Stores, Inc.
LEASE: Beall's
PROJECT: 4523 Windsor Park Mall

EXECUTION DATE: 12/24/1975 LEASE STATUS: Terminated Lease
LEASE START DATE: 7/29/1976 LEASE TYPE: Lease
LEASE END DATE: 1/31/2001 SECURITY DEPOSIT: .00
REPLACEMENT DATE:
INSURANCE EXP: 5/01/95
CONVERTED FROM TIS:
AMENDMENT: Dated 11/8/1996 EFP 2/1/97 and ending 1/31/2001.
Lease extended 4 additional years. T during the 4 year
extended lease term is to pay in lieu of SMR; EPR 5% & Plus
all consumables. (Consumables are CMP; DWT; & E&E).
ASSIGNMENT:
REPLACEMENT:
RENEWAL:
EXPIRATION:
TERMINATION: 8/12/00 per legal memo dated 8/14/00.
ADDITIONAL CONSIDERATIONS:

CURRENT OBLIGATION:

SPACES INFO-- SEQ #:	UNIT:	UNIT TYPE:	TERM	SPACE TYPE:	RET	SPACE TYPE:	RET	SPACE TYPE:	RET
FLOOR: 61	UNIT: 3M3a			OPEN	7/29/1976	Sales Reporting	Monthly	Sales Reporting	Monthly
SQ FT RENTABLE				CLOSE	8/06/2003	AUDITED STATEMENT	Annually	AUDITED STATEMENT	Annually
LEASE	27,526	SPACE START	7/29/1976	VACATE	8/06/2003	PAYMENT		PAYMENT	
ACTUAL	27,529	SPACE END	8/12/2003	TERM	8/12/2003	SALES YEAR	Feb - Jan	SALES YEAR	Feb - Jan
	RCD					SIC	0103 Junior Department Store	SIC	0103 Junior Department Store

SPACES INFO-- SEQ #:	UNIT:	UNIT TYPE:	TERM	SPACE TYPE:	RET	SPACES INFO--	SPACES INFO--	SPACES INFO--	SPACES INFO--
FLOOR: 61	UNIT: 3M3a			OPEN	7/29/1976	SALES REPORTING	Monthly	SALES REPORTING	Monthly
SQ FT RENTABLE				CLOSE	8/06/2003	AUDITED STATEMENT	Annually	AUDITED STATEMENT	Annually
LEASE	27,526	SPACE START	7/29/1976	VACATE	8/06/2003	PAYMENT		PAYMENT	
ACTUAL	27,529	SPACE END	8/12/2003	TERM	8/12/2003	SALES YEAR	Feb - Jan	SALES YEAR	Feb - Jan
	RCD					SIC	0103 Junior Department Store	SIC	0103 Junior Department Store

RENT PERIOD INFO--	Start Dt	End Date	Ann Rent	Rent	Monthly	--BREAK POINT INFO--	Sls	Chg	Product	Product	
				Sq/Ft	Rent	Start Dt	End Date	Cat	Sls Base	Ovrgt	Sls Base
7/29/96	1/31/97	EMR	123,976.00	4.50	13,323.00	7/29/96	1/31/97	RET	BOV	3,000	4,129,200
2/21/97	2/28/97	EMR	123,976.00	4.50	13,323.00	2/01/97	8/06/00	RET	BPR	5,300	
2/21/97	2/26/97	EMX	123,976.00	4.50	13,323.00						
2/01/02	1/31/07	EMX	123,976.00	4.50	13,323.00						

Current Effective Rent:	Total Ancillaries:	Total Charges:	Effective Rent/Sq Ft:
.00	.00%	.00%	.00

LEASE ID CORP ADDRESS	LEASE ID BILLING ADDRESS
Specialty Retailers, Inc.	Stage Stores, Inc. #77
P.O. Box 35167	Attention: Seal Estate
P.O. Box 35719	Houston TX 77235-

RENT Real Estate Tax Reimbursement

PERCENT OF SALES

Rentable Cap/Max: N

%

CAM Common Area Maintenance

RENT RELIEF

Rented/GOC

Cap/Max: N

%

Last year sales:

2nd Prev Yr s/s:

1,121,998.00

590,653.32

900,189.04

Cap/Max: N

%

EXHIBIT
A

Tenant STASTI Stage Stores, Inc.
Project 4523 Windsor Park Mall
Lease BEA// / Beall's

Date	Document	Description	Amount	Scan	Outstanding
12/04/98	G 0677336 001	base Percen Overpayment Offset	2616.82-	2616.82-	
12/10/98	R 1037156 001	CAX-Common Area Adjustment	12365.06	8722.51	
12/10/98	R 1037156 002	Ten Reim - Common Area	9958.06-	9958.06-	
12/22/98	G 0682650 001	1997 RET billing reversal	4608.46-	4608.46-	
12/22/98	G 0682650 002	Correct 1997 RET Billing	5076.05	313.86	
1/01/99	R 1056655 001	Ten Reim - Domestic Water	53.02	63.02	
1/01/99	R 1056655 002	Ten Reim - Electricity	2292.17	1824.58	
1/14/99	G 0689288 001	Base Percen Overpayment Offset	3942.73-	3942.73-	
1/25/99	G 0693087 001	Base Percen Overpayment Offset	8842.91-	8842.91-	
2/15/99	R 1088152 001	02/98-12/98 Base Percent Rent	19470.75	14152.72	
3/15/99	R 1120895 001	02/98-01/99 Base Percent Rent	2364.62	2364.62	
4/12/99	R 1148224 001	02/99-02/99 Base Percent Rent	3071.67	3071.67	
5/24/99	G 0717011 001	Base Percen Overpayment Offset	2394.18-	2394.18-	
6/14/99	R 1208678 001	02/99-04/99 Base Percent Rent	7452.31	2550.47	
7/19/99	R 1237942 001	02/99-05/99 Base Percent Rent	3023.54	59.17	
8/05/99	R 1262756 001	02/99-06/99 Base Percent Rent	3965.85	91.70	
8/25/99	R 1286444 001	02/99-07/99 Base Percent Rent	3200.89	70.05	
9/25/99	R 1312761 001	02/99-08/99 Base Percent Rent	4369.79	69.73	
11/03/99	G 0740998 001	Base Percen Overpayment Offset	3076.49-	3076.49-	
11/22/99	G 0742884 001	Base Percen Overpayment Offset	2588.93-	2588.93-	
11/24/99	R 1363720 001	02/99-10/99 Base Percent Rent	5411.13	5411.13	
12/22/99	R 1387733 001	02/99-11/99 Base Percent Rent	3308.95	70.32	
1/10/00	G 0749219 001	Audit Period 02/01/95 - 01/3	675.00	675.00	
1/27/00	R 1415139 001	02/99-12/99 Base Percent Rent	8462.64	8462.64	
2/02/00	G 0752190 001	"96" CAM Audit Adjustment	2029.56-	2029.56-	
2/03/00	G 0752354 001	Base Percen Overpayment Offset	8301.13-	8301.13-	
2/25/00	R 1440823 001	02/99-01/00 Base Percent Rent	2096.15	2096.15	
3/13/00	G 0756338 001	Base Percen Overpayment Offset	2075.32-	2075.32-	
3/27/00	R 1471078 001	02/00-02/00 Base Percent Rent	2096.15	2096.15	
4/05/00	G 0762241 001	Base Percen Overpayment Offset	2388.06-	2388.06-	
4/20/00	G 0765075 002	REBILL APR	3263.07	3263.07	
4/25/00	R 1497933 001	02/00-02/00 Base Percent Rent	534.91	534.91	

Tenant STASTI Stage Stores, Inc.
 Project 4523 Windsor Park Mall
 Lease BEA// / Beall's

Tenant	Project	Lease	Document	Description	Amount	Scan
Date						Outstanding
5/26/00	R 1533957	001		02/00-04/00 Base Percent Rent	3815.31	3815.31
6/12/00	G 0774693	001	1-2/00 TSI UTIL. PAYMENT		4710.38	4710.38
6/15/00	R 1542180	001	02/99-12/99 Base Percent Rent		376.33	376.33
6/26/00	R 1563504	001	02/00-05/00 Base Percent Rent		6335.07	6335.07
7/14/00	C 2027877	001	604280 Reapp same		2355.19-	2355.19-
7/14/00	C 2027878	001	588713 Reapp same		2355.19-	2355.19-
Prior		,00	Net	13440.94	End	13440.94

Total % Rent pd \$ 44,363.92 ÷ 12 = \$ 3,696.99
Pre - Settlement # 13,440.94

End of report